

RECORDATION NO. 11419 Filed 1425

FEB 19 11 59 AM GREENBERG IRWIN PELLMAN & SLADE  
COUNSELORS AT LAW

FEB 19 1980 - 11 05 AM

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RECORDATION NO. 11420 Filed 1425

FEB 19 1980 - 11 05 AM

INTERSTATE COMMERCE COMMISSION

INTERSTATE COMMERCE COMMISSION  
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NEW YORK, N. Y. 10022  
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CABLE: "GLEEWIN"

No. 0-850A059

Date FEB 19 1980 February 15, 1980

Fee \$ 20.00

ICC Washington, D. C.

Office of the Secretary  
Recordation Office  
Interstate Commerce Commission  
Twelfth and Constitution Avenue, N.W.  
Washington, D.C. 20423

Re: Recordation and Filing of Documents pertaining  
to Prior Recordation Numbers 11419 and 11420

Dear Sirs:

In accordance with the provisions of Section 11303 of the Revised Interstate Commerce Act, 49 U.S.C. §11303, and Part 1116 of Title 49 of the Code of Federal Regulations, we request that the enclosed documents be recorded and filed by the Interstate Commerce Commission (the "Commission").

Enclosed herewith are three originals of the documents listed below. We request that one original of each document be recorded and filed in the order listed below. We request that the additional originals be stamped by your office and returned to us.

1. First Lease Amendment, dated as of January 21, 1980, to Lease of Railroad Equipment, dated as of January 21, 1980, between Emons Industries, Inc., as lessee, and The Connecticut Bank and Trust Company, as lessor in its capacity as trustee under the Trust Agreement referred to in such Lease (the "Trustee") (which lease was recorded by the Commission on January 24, 1980 at 11:15 A.M., Recordation No. 11419).

2. First Security Agreement Amendment, dated January 21, 1980, to Security Agreement, dated as of January 21, 1980, between Citicorp Industrial Credit, Inc. and the Trustee (which Security Agreement was recorded by the Commission on January 21, 1980 at 11:15 A.M. Recordation No. 11420).

*Carroll*  
*Donna Kelly*

GREENBERG IRWIN PELLMAN & SLADE

Recordation Office  
Interstate Commerce Commission

February 15, 1980  
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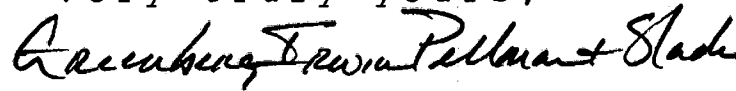
Please assign recordation number 11419A to the document numbered 1 above and recordation number 11420A to the document numbered 2 above.

A check in the amount of \$20.00 has been enclosed with this letter of transmittal to cover the recordation fee.

Please stamp and return the enclosed copy of this letter of transmittal.

If there are any questions with respect to the enclosed or the transactions described therein, telephone Melvin S. Slade or Michael W. Stamm of this office, collect.

Very truly yours,

A handwritten signature in cursive script that reads "Greenberg Irwin Pellman & Slade".

GREENBERG IRWIN PELLMAN &  
SLADE

FIRST LEASE AMENDMENT

RECORDATION NO. 11419 A Filed 1425

FEB 19 1980 - 11 05 AM

INTERSTATE COMMERCE COMMISSION

FIRST LEASE AMENDMENT dated as of January 21, 1980 between THE CONNECTICUT BANK AND TRUST COMPANY, as trustee under the Trust Agreement dated as of January 21, 1980 (together with its successors in such capacity, the "Lessor") and EMONS INDUSTRIES, INC., (the "Lessee").

The Lessor and the Lessee are parties to a certain Lease of Railroad Equipment dated as of January 21, 1980 (the "Lease") and desire to amend a certain schedule to the Lease. Both parties hereto are willing to do so upon the terms and conditions hereof. Accordingly, the parties hereto agree as follows:

§1. Amendments. Schedule A to the Lease is amended by adding the serial numbers MPA 31080 through MPA 31099, inclusive, to the original schedule.

§2. Continuation. As amended as provided in §1 hereof, the Lease remains in full force and effect.

§3. Counterparts. This Amendment may be executed in any number of counterparts all of which taken together constitute one and the same amendatory instrument and any of the parties hereto may execute this Amendment by signing any such counterparts.

§4. Governing Law. This Amendment shall be governed by and construed in accordance with the law of the State of New York.

IN WITNESS WHEREOF the parties hereto have caused this instrument to be executed in their respective corporate names by officers thereunto duly authorized, and their respective corporate seals to be affixed and duly attested, all as of the date first above written.

THE CONNECTICUT BANK AND TRUST COMPANY,  
as Trustee under the Trust Agreement

[Corporate Seal]  
ATTEST:

By: \_\_\_\_\_  
Title: \_\_\_\_\_

\_\_\_\_\_  
Title:

EMONS INDUSTRIES, INC.

[Corporate Seal]  
ATTEST:

By: *Carl S. [Signature]*  
Title: *Vice President*

*Edipe Sawatovic*  
Title: *Asst. Secy.*